

State of New Jersey
Division of Gaming Enforcement
PRN 2041301

In the Matter of the Petition of Fertitta
Acquisitionco LLC, d/b/a Ultimate
Gaming, for the Waiver of Qualification
Requirements of Station Holdco LLC and
Certain Affiliated Entities Pursuant to
N.J.A.C. 13:69J-1.14b(3).

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ORDER

Fertitta Acquisitionco LLC, d/b/a Ultimate Gaming, having filed the above referenced petition on July 23, 2013 and as supplemented on July 24 and 26, 2013; and the Division of Gaming Enforcement (Division) having filed a letter report recommending that the relief requested in said petition be granted; and the Director of the Division having considered this matter;

IT IS ORDERED that the qualification requirements for Station Holdco LLC and the Holdco Affiliated Entities – namely, German American Capital Corporation (GACC); FI Station Investor LLC; Fertitta Investment LLC; F & J Fertitta Family Business Trust; L & T Fertitta Family Business Trust; CAPIN SC Holdings LLC; Fidelity Summer Street Trust; Oaktree SC Investments CTB LLC; Oaktree SC Holdings CTB LLC; Oaktree SC PF Holdings TP LP; OCM Principal Opportunities Fund IV Delaware LP; Oaktree SC Opps Holdings TP LP; and OCM Opportunities Fund VIIb Delaware LP – are hereby waived pursuant to N.J.A.C. 13:69J-1.14b(3), based upon a showing in the factual representations contained in the petition of the inability of each of these entities to control Fertitta Acquisitionco LLC, d/b/a Ultimate Gaming.

IT IS FURTHER ORDERED that pursuant to N.J.A.C. 13:69J-1.14A, Fertitta

Acquisitionsco LLC, d/b/a Ultimate Gaming, shall notify the Division, in writing, within five business days, of any changes in ownership interests – including, but not limited to, any changes in the ownership interest of any entity or individual person whose obligation to qualify was waived by this Order.

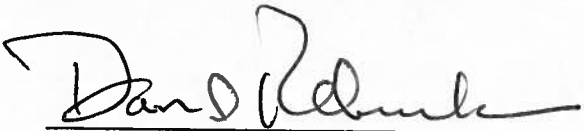
IT IS FURTHER ORDERED pursuant to *N.J.A.C. 13:69J-1.14A*, Fertitta Acquisitionsco LLC, d/b/a Ultimate Gaming, shall immediately notify the Division, in writing, in the event that GACC acquires any interest over and above what it presently has or any interest over and above the 25% ownership interest in Station Holdco LLC.

IT IS FURTHER ORDERED that pursuant to *N.J.A.C. 13:69J-1.14(c)*, Fertitta Acquisitionsco LLC, d/b/a Ultimate Gaming, shall immediately notify the Division, in writing, in the event that GACC intends to exercise its right to designate a second individual as a member of the Boards of Managers of Station Volteco LLC, Station Holdco LLC, Station Casinos LLC and Fertitta Acquisitionsco LLC, d/b/a Ultimate Gaming, in order for the Division to determine whether the waiver of the qualification requirements, granted by this Order, remain valid.

IT IS FURTHER ORDERED that pursuant to *N.J.S.A. 5:12-74.1*, Exhibit A to the petition which is comprised of the organizational structure charts demonstrating ownership information and Exhibit C to the petition which is a Consultant Retention Agreement between GACC and Robert Cashell, Jr. are sealed.

Date: July 29, 2013

State of New Jersey
Division of Gaming Enforcement



David Rebuck
Director